Date: November 18, 2014

Mr. Bjorn Brede Hansen
Deputy Director General
Ministry of Foreign Affairs
Section for Multilateral Development Finance and Global Economic Issues
Postboks 8114 Dep. NO-0032
Oslo Norway

Amendment to the Administration Agreement between the Royal Norwegian Ministry of Foreign Affairs, and the International Bank for Reconstruction and Development and the International Development Association concerning the Multi-Donor Trust Fund for the Extractive Industries Technical Advisory Facility (EI-TAF) (TFO71265)

Dear Mr. Hansen:

1. We refer to the Administration Agreement between the Royal Norwegian Ministry of Foreign Affairs (the “Donor”), and the International Bank for Reconstruction and Development (IBRD) and the International Development Association (IDA), (collectively, the “Bank”) regarding the Multi-Donor Trust Fund for the Extractive Industries Technical Advisory Facility (EI-TAF) (TFO71265) (the “Trust Fund”) effective as of November 19, 2009, as amended (the “Administration Agreement”).

2. Pursuant to recent discussions between the Donor and the Bank concerning revisions to the description of activities and the categories of expenditure, the Bank and the Donor agree to amend the Administration Agreement as of the Amendment Effective Date (as defined below), as follows:

(a) Section A of Annex 1 to the Administration Agreement shall be amended by deleting it in its entirety and replacing it with the following:

"A. DESCRIPTION OF ACTIVITIES"

1. The EI-TAF will: (i) address country demand for rapid-response advisory services in the extractive industries sector, including extractive industry-related infrastructure (which may extend to clean energy sources such as hydro); and (ii) contribute to global knowledge management/good practice in extractive industries sector governance.

(i) Rapid Response Advisory Services

Rapid-response advisory service activities will focus on eligible countries with capacity needs in areas such as the following:

(a) Contract negotiation for extractive industry transactions (or where legally feasible, mutually-agreed dispute mediation), including the cost of logistics of such negotiations.
(b) Short-term capacity building for the members of the beneficiary country's negotiation teams, including studies in preparation for negotiations.

c) Technical assistance proximate to a specific extractive industry transaction under review, to update the policy, institutional, fiscal, community development, legal and regulatory frameworks (including mining and hydrocarbon codes and licensing registers) of the country concerned, including revenue management and benefits sharing across levels of government and community.

d) Technical assistance on structuring extractive industry licensing rounds, public offerings (tender/auction), and competitive and transparent tender packages to help resource-rich countries optimize the value of national extractive industry resources, including the cost of logistics of such negotiations.

In general, countries will receive grants under the EI-TAF for rapid-response advisory services. However, where applicable and beneficial, EI-TAF will also provide support to regional and/or sub-regional entities (e.g., ECOWAS, SADC) to address extractive industry policy issues and impacts of oil, gas, and mining developments at the regional and/or sub-regional level.

(ii) Knowledge Management

Knowledge management activities will facilitate the gathering and dissemination of good practices in extractive industry sector governance. The focus will be on:

(a) Providing a framework of good practices and discussion of issues that may be relevant for governments facing the task of making extractive industry resources available to private investors.

(b) Gathering and disseminating lessons of experience based on advisory service activities, through publications, workshops and conferences.

(c) Preparing studies, reports, policy notes and other documents related to EI-TAF activities.”

(b) Paragraph D.1 of Annex 1 to the Administration Agreement shall be amended by deleting it in its entirety and replacing it with the following:

“D. CATEGORIES OF ELIGIBLE EXPENDITURES

1. The Contribution funds may be used to finance the following categories of expenditures for Recipient-executed activities: operating costs, consultant services and training. The Contribution funds may be used to finance the following categories of expenditures for Bank-executed activities: consultant fees; staff costs; extended-term consultants; media and workshop costs; travel expenses; associated overheads; and contractual services.”

3. All other terms of the Administration Agreement shall remain the same.

4. The Bank will disclose this Amendment and related information on this Trust Fund in accordance with the World Bank Policy on Access to Information. By entering into this Amendment, the Donor consents to disclosure of this Amendment and related information on this Trust Fund.
5. Please confirm your agreement with the foregoing, by signing, dating, and returning to us the enclosed copy of this Amendment. Upon receipt by the Bank of the copy of this Amendment duly countersigned by you, this Amendment shall become effective as of the date of the countersignature by the Donor, provided that the amendments specified in Section 2 above shall only become effective as of the date that the last of the then current donors to the Trust Fund provides to the Bank its countersignature to its respective amendment regarding the subject matter therein (the "Amendment Effective Date").

Sincerely,

INTERNATIONAL BANK FOR RECONSTRUCTION AND DEVELOPMENT
INTERNATIONAL DEVELOPMENT ASSOCIATION

[Signature]

Charles Feinstein
Acting Senior Director
Energy and Extractives Global Practice

CONFIRMED AND AGREED:

ROYAL NORWEGIAN MINISTRY OF FOREIGN AFFAIRS

[Signature]

Bjorn Brede Hansen
Deputy Director General

Date: 18/12/2014